

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

-----X

In re: Chapter 11

W.R. GRACE & Co., et al., Case No. 01-01139 (JKF)
(Jointly Administered)

Debtor Objection Deadline: To be Determined
Hearing Date: To be Determined

**SEVENTH QUARTERLY INTERIM APPLICATION OF FTI POLICANO & MANZO,
FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
(FOR THE PERIOD FROM OCTOBER 1, 2002 THROUGH DECEMBER 31, 2002)**

Name of Applicant: FTI Policano & Manzo

Authorized to Provide Professional Services to: The Official Committee of
Unsecured Creditors

Date of Retention: June 21, 2001

Period for which compensation and reimbursement is sought: October 1, 2002 through
December 31, 2002

Amount of Compensation sought
as actual, reasonable and necessary
during the Quarter (100%): \$133,591.00

Amount of Expense Reimbursement sought
as actual, reasonable and necessary during
the Quarter (100%): \$ 1,116.41

This is an: X interim final application

This is the Seventh Quarterly application filed. Disclosure for all periods is as follows:

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ATTACHMENT A

Date Filed (on or about)	Period Covered	Fees (100%)	Expenses (100%)	Fees	Expenses
June 28, 2001	April 20, 2001 through April 30, 2001	\$16,008.00	\$667.95	\$12,806.40 (80% of requested fees)	\$667.95
June 28, 2001	May 1, 2001 through May 31, 2001	\$104,081.50	\$2,513.09	\$83,265.20 (80% of requested fees)	\$2,513.09
July 28, 2001	June 1, 2001 through June 30, 2001	\$75,916.00	\$3,913.13	\$60,732.80 (80% of requested fees)	\$3,913.13
Totals First Quarterly	April 20, 2001 through June 30, 2001	\$196,005.50	\$7,094.17		
August 28, 2001	July 1, 2001 through July 31, 2001	\$71,989.50	\$3,871.54	\$57,591.60 (80% of requested fees)	\$3,871.14
September 28, 2001	August 1, 2001 through August 31, 2001	\$70,425.00	\$1,092.45	\$56,340.00 (80% of requested fees)	\$1,092.45
October 30, 2001	September 1, 2001 through September 30, 2001	\$104,816.50	\$3,028.40	\$83,853.20 (80% of requested fees)	\$3,028.40
Totals Second Quarterly	July 1, 2001 through September 30, 2001	\$247,231.00	\$7,992.39		

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Date Filed (on or about)	Period Covered	Fees (100%)	Expenses (100%)	Fees	Expenses
November 29, 2001	October 1, 2001 through October 31, 2001	\$42,643.00	\$ 3,670.86	\$34,114.40 (80% of requested fees)	\$3,670.86
December 28, 2001	November 1, 2001 through November 30, 2001	\$50,048.50	\$1,864.72	\$40,038.80 (80% of requested fees)	\$1,864.72
January 28, 2002	December 1, 2001 through December 31, 2001	\$53,986.50	\$1,005.29	\$43,189.20 (80% of requested fees)	\$1,005.29
Totals Third Quarterly	October 1, 2001 through December 31, 2001	\$146,678.00	\$6,540.87		
February 28, 2002	January 1, 2002 through January 31, 2002	\$63,207.00	\$2,549.70	\$50,565.60 (80% of requested fees)	\$2,549.70
March 28, 2002	February 1, 2002 through February 28, 2002	\$27,249.50	\$1,874.43	\$21,799.60 (80% of requested fees)	\$1,874.43
April 28, 2002	March 1, 2002 through March 31, 2002	\$106,680.50	\$1,919.09	\$85,344.40 (80% of requested fees)	\$1,919.09
Totals Fourth Quarterly	January 1, 2002 through March 31, 2002	\$197,137.00	\$6,343.22		

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Date Filed (on or about)	Period Covered	Fees (100%)	Expenses (100%)	Fees	Expenses
May 28, 2002	April 1, 2002 through April 30, 2002	\$102,314.00	\$ 4,657.40 (less adjustment of \$126.55 per Exhibit G)	\$81,851.20 (80% of requested fees)	\$4,530.85
June 28, 2002	May 1, 2002 through May 31, 2002	\$50,027.00	\$2,207.14	\$40,021.60 (80% of requested fees)	\$2,207.14
July 28, 2002	June 1, 2002 through June 30, 2002	\$43,359.00	1,381.59	\$34,687.20 (80% of requested fees)	\$1,381.59
Totals Fifth Quarterly	April 1, 2002 through June 30, 2002	\$195,700.00	\$8,119.58		
August 31, 2002	July 1, 2002 through July 31, 2002	\$23,895.50	\$473.91	\$19,116.40 (80% of requested fees)	\$473.91
September 30, 2002	August 1, 2002 through August 31, 2002	\$76,092.50	\$1,264.23	\$60,874.00 (80% of requested fees)	\$1,264.23
October 31, 2002	September 1, 2002 through September 30, 2002	\$45,079.00	\$43.14	\$36,063.20 (80% of requested fees)	\$43.14
Totals Sixth Quarterly	July 1, 2002 through September 30, 2002	\$145,067.00	\$1,781.28		

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ATTACHMENT A

Date Filed (on or about)	Period Covered	Fees (100%)	Expenses (100%)	Fees	Expenses
November 30, 2002	October 1, 2002 through October 31, 2002	\$46,633.50	\$256.76	\$37,306.80 (80% of requested fees)	\$256.76
December 31, 2002	November 1, 2002 through November 30, 2002	\$44,622.50	\$824.96	\$35,698.00 (80% of requested fees)	\$824.96
January 31, 2003	December 1, 2002 through December 31, 2002	\$42,335.00	\$34.69	\$33,868.00 (80% of requested fees)	\$34.69
Totals Seventh Quarterly	October 1, 2002 through December 31, 2002	\$133,591.00	\$1,116.41	\$106,872.80	\$1,116.41

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ATTACHMENT B

Name of Professional Person	Hourly Billing Rate (including changes)	Total Billed Hours during the Quarter	Total Compensation for the Quarter
E. Ordway	\$550	7.6	\$4,180.00
S. Cunningham	\$525	52.2	\$27,405.00
C. Whitney	\$375	41.0	\$15,375.00
L. Hamilton	\$350	213.1	\$74,585.00
J. Schwendeman	\$325	12.0	\$3,900.00
S. Bellazain	\$215	3.4	\$731.00
M. DeSalvio	\$175	5.0	\$875.00
M. Hakoun	\$150	23.5	\$3,525.00
N. Backer	\$75	40.2	\$3,015.00
Grand Total:		398.0	\$133,591.00
Blended Rate:	\$336		

COMPENSATION BY PROJECT CATEGORY

Task Code	Project Category	Total Hours for the Quarter	Total Fees for the Quarter
2	Business Analysis	100.5	\$38,105.00
3	Corporate Finance	28.5	\$11,227.50
4	Data Analysis	161.9	\$56,243.50
8	Case Administration	27.4	\$2,232.50
9	Claims Analysis/Objections/Administration (asbestos)	0.0	\$0.00
11	Creditors Committee	12.4	\$5,502.50
12	Employee Benefits/Pension	2.3	\$1,207.50
16	Fee Applications, Applicant	65.0	\$19,072.50
	Total	398.0	\$133,591.00

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EXPENSE SUMMARY

Expense Category	Total Expenses for the Quarter
Copies	\$518.40
Facsimile Charges	\$46.00
Telecommunications	\$267.07
Postage, Express Delivery	\$41.94
Travel Expenses	\$243.00
Total	\$1,116.41

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APPLICATION

Pursuant to sections 327, 330 and 331 of title 11 of the United States Code (as amended, the “Bankruptcy Code”, Fed. R. Bankr. P. 2016, the Retention Order (as defined below), the Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Professionals and Official Committee Members (the “Interim Compensation Order”), the Amendment to the Administrative Order effective April 17, 2002 (the “Amendment”) and Del.Bankr.LR 2016-2, of FTI Policano & Manzo (“FTI P&M”), Financial Advisors to the Official Committee of Unsecured Creditors (the “Committee”) of W.R. Grace & Co. and its sixty-one domestic subsidiaries and affiliates that are debtors and debtors-in-possession (the “Debtors”), hereby applies for an order allowing it (i) compensation in the amount of \$133,591.00 for professional services rendered by FTI P&M as financial advisors for the Committee, less \$0.00 previously paid, and (ii) reimbursement for the actual and necessary expenses incurred by FTI P&M in rendering such services in the amount of \$1,116.41, less \$0.00 previously paid, (the “Seventh Quarterly Fee Application”), in each case for the interim quarterly period from October 1, 2002 through December 31, 2002 (the “Fee Period”). In support of this Application, FTI P&M respectfully states as follows:

Monthly Interim Fee Applications Covered Herein

1. Pursuant to the procedures set forth in the Administrative Fee Order and Amendment, professionals may apply for monthly compensation and reimbursement (each such application, a “Monthly Fee Application”), and the notice parties listed in the Administrative

Fee Order and Amendment may object to such request. If no notice party objects to a professional's Monthly Fee Application within twenty (20) days after the date of service of the Monthly Fee Application, the applicable professional may submit to the Court a certification of no objection whereupon the Debtors are authorized to pay interim compensation and reimbursement of 80% of the fees and 100% of the expenses requested.

2. Furthermore, and also pursuant to the Administrative Fee Order and Amendment, professionals are to file and serve upon the notice parties a quarterly request (a "Quarterly Fee Application") for interim Court approval and allowance of the Monthly Fee Applications filed during the quarter covered by that Quarterly Fee Application. If the Court grants the relief requested by the Quarterly Fee Application, the Debtors are authorized and directed to pay the professional 100% of the fees and expenses requested in the Monthly Fee Applications covered by that Quarterly Fee Application less any amounts previously paid in connection with the Monthly Fee Applications. Any payment made pursuant to the Monthly Fee Applications or a Quarterly Fee Application is subject to final approval of all fees and expenses at a hearing on the professional's final fee application.
3. Pursuant to an Application submitted to the Court on or about May 17, 2001, and by a Court order dated June 21, 2001 (the "Retention Order"), FTI P&M was retained as financial advisors for the Committee, nunc pro tunc to April 20, 2001. Since its retention, FTI P&M has continuously and vigorously pursued the Committee's interests in these cases.
4. FTI P&M is a firm of financial advisors specializing in insolvency restructuring and related matters, and is an operating unit of FTI Consulting, Inc. Since being retained by the Committee, FTI P&M has rendered professional services to the Committee as requested and as necessary and appropriate in furtherance of the interests of the unsecured creditors of the

Debtors' estates. FTI P&M respectfully submits that the professional services that it rendered on behalf of the Committee were necessary and have directly benefited the creditor constituents represented by the Committee and have contributed to the effective administration of these cases.

5. This is the Seventh Quarterly Fee Application for compensation for services rendered that FTI P&M has filed with the Bankruptcy Court in connection with the representation of the Committee in these chapter 11 cases.
6. FTI P&M has filed the following Monthly Fee Applications for interim compensation during the Fee Period:
 - a. Nineteenth application of FTI Policano & Manzo, financial advisor to the Official Committee of Unsecured Creditors, for allowance of compensation for service rendered and reimbursement of expenses incurred for the period from October 1, 2002, through October 31, 2002, filed on or about November 30, 2002, (the "Nineteenth Fee Application") attached hereto as Exhibit D.
 - b. Twentieth application of FTI Policano & Manzo, financial advisor to the Official Committee of Unsecured Creditors, for allowance of compensation for service rendered and reimbursement of expenses incurred for the period from November 1, 2002, through November 30, 2002, filed on or about December 31, 2002, (the "Twentieth Fee Application") attached hereto as Exhibit E.
 - c. Twenty-first application of FTI Policano & Manzo, financial advisor to the Official Committee of Unsecured Creditors, for allowance of compensation for service rendered and reimbursement of expenses incurred for the period from December 1, 2002, through December 31, 2002, filed on or about January 31, 2003, (the "Twenty-first Fee Application") attached hereto as Exhibit F.

FTI P&M has not filed any other Quarterly Fee Applications or Monthly Fee Applications for the Fee Period. FTI P&M has not received any payments from the Debtors for any of the applications that are part of this quarterly period.

Description of Services, Fees and Expenses

7. During the Seventh Quarterly Interim Period, the Applicant rendered professional services aggregating a total of 398.0 hours in the discharge of its duties as financial advisor and bankruptcy consultant to the Committee. The Applicant is seeking an interim allowance for compensation of professional services rendered to the Debtors of \$133,591.00, representing 100% of fees incurred, and reimbursement of expenses in connection therewith of \$1,116.41.

The Applicant, respectfully, submits the following:

- a) The Applicant believes that the interim fees applied for herein for professional services rendered in performing accounting and advisory services for the Committee in this proceeding are fair and reasonable in view of the time spent, the extent of work performed, the nature of the Debtors' capitalization structure and financial condition, the Debtors' financial accounting resources and the results obtained.
- b) All expenses were billed at actual cost, exclusive of amortization of the cost of investment, equipment or capital outlay. Internal charges for outgoing out-of-town facsimile transmissions were billed at \$1.00 per page for domestic transmissions. Photocopy charges were billed at actual cost for external copying and \$.15 per page for internal copying. FTI P&M believes that these charges reflect its actual out-of-pocket costs.
- c) The disbursements and expenses have been incurred in accordance with FTI P&M's normal practice of charging clients for expenses clearly related to and required by particular matters. Such expenses were often incurred to enable FTI P&M to devote time beyond normal office hours to matters that imposed extraordinary time demands. FTI P&M has endeavored to minimize these expenses to the fullest extent possible.
- d) FTI P&M expended an aggregate of 398.0 hours, substantially all of which was expended by the professional staff of FTI P&M. The work involved, and thus the time expended, was carefully assigned in light of the experience and expertise required for a particular task. A small staff was utilized to optimize efficiencies and avoid redundant efforts. The staff of the Debtors or their advisors has been utilized where practical and prudent.
- e) FTI P&M's approach is to utilize senior, experienced personnel and to encourage the Debtors to provide the staff-level support and analysis to minimize total cost. In addition, FTI P&M's per diem rates for professionals of comparable experience are 10% to 15%

lower than its competitors, the "Big-Four" accounting firms and certain other nationally-recognized specialty firms.

- f) Because FTI P&M's core staff consisted of senior professionals who performed a vast amount of the work, time spent communicating internally and reviewing the work product of junior associates was kept to a minimum. Additionally, because of the experience of FTI P&M's professionals, in many instances only one or two FTI P&M representatives attended meetings or conference calls or performed specific functions.
- g) Edwin N. Ordway, Jr., Managing Director in charge of this case, directed the activities of the FTI P&M team, calling upon his more than ten years of experience in restructuring and insolvency matters, including more than 100 cases, many as large and complex, and some larger and more complex than this matter.
- h) To the best of the Applicant's knowledge and belief, there has been no duplication of services between the Applicant and any other accountants or consultants to the bankruptcy estate.
- i) FTI P&M's travel time policy is for professional personnel to travel outside of business hours when possible. Such time is not charged to a client unless productive work is performed during the travel period. In this engagement, non-productive travel time is not being charged to the Debtors.
- j) In providing a reimbursable service such as copying or telephone, the Applicant does not make a profit on that service. In charging for a particular service, FTI P&M does not include in the amount for which reimbursement is sought the amortization of the cost of any investment, equipment or capital outlay. In seeking reimbursement for a service which the Applicant justifiably purchased or contracted for from a third party, FTI P&M requests reimbursement only for the amount billed to FTI P&M by such third party vendor and paid by FTI P&M to that vendor.
- k) Annexed hereto as Exhibit B is a summary of fees by professional and by task during the Seventh Quarterly Interim Period.
- l) Annexed hereto as Exhibit C is a summary of expenses for the Seventh Quarterly Interim Period.
- m) Annexed hereto as Exhibit D, Exhibit E and Exhibit F are the monthly interim applications that include the detail of the services performed by the Applicant during the each monthly period at the direction of the Committee and its Counsel.
- n) Pursuant to Rule 2016, FTI P&M states that no compensation to be received in this proceeding will be shared with any person or entity outside of FTI P&M and that no compensation has been paid or promised to the Applicant in connection with the compensation sought in this Application except as disclosed herein. No prior application has been made to this or any other Court for the relief requested herein for the Compensation Period, nor has any payment been received by FTI P&M on account of its

accounting and financial advisory services rendered or on account of the out-of-pocket expenses incurred in connection therewith.

- o) As stated in the Affidavit of Edwin N. Ordway, Jr. annexed hereto as Exhibit A, all of the services for which interim compensation is sought herein were rendered for and on behalf of the Committee solely in connection with these cases.

8. The detail of services provided by FTI P&M during the Fee Period is included in the monthly fee applications attached as Exhibit D, Exhibit E, and Exhibit F. A brief summary of the services provided by FTI P&M during the Fee Period is provided as follows:

a) Task Code 2 – Business Analysis (100.5 Hours)

During the Fee Period, we read and analyzed the Debtors' August financial statements, third quarter financial statements, discussed the results of operations with the Debtors and their advisors, and prepared reports thereon for distribution to the Committee.

b) Task Code 3 – Corporate Finance (28.5 Hours)

During the Fee Period, we read and analyzed information and prepared a report concerning the proposed acquisition "Middy." We subsequently updated the report to reflect additional information obtained from the Debtors and their advisors.

c) Task Code 4 – Data Analysis (161.9 Hours)

During the Fee Period, we read and analyzed information regarding the COLI tax issue, amendments to the Norris contract and executive compensation at similar companies and prepared reports thereon.

We read and analyzed information regarding the potential appointment of a U.S. Trustee with respect fraudulent conveyance proceedings. We also read and analyzed information concerning the Sealed Air fraudulent conveyance case and other case issues. In addition, we analyzed various materials and prepared a report to the Committee of hypothetical recovery scenarios.

d) Task Code 8 – Case Administration (27.4 Hours)

During the Fee Period approximately .5 hours were spent by professional timekeepers who read and analyzed the case court docket and selected specific items for more detailed review and analysis. In addition, approximately 26.9 hours were spent by paraprofessionals to organize and distribute case materials to the Committee, as well as downloading and distributing various docket items to case team members for further

review. In addition, the paraprofessionals continued to maintain our case-specific database of reports and court docket items.

e) Task Code 9 – Claims Analysis (asbestos) (0.0 Hours)

During the Fee Period no services were provided in this category.

f) Task Code 11 – Creditors Committee (12.4 Hours)

During the Fee Period we discussed various case issues with Committee members and counsel including, COLI, the Norris contract, the “Middy” acquisition and fraudulent conveyance motions.

We also discussed with Committee members and counsel case issues including the de minimis asset sales, the Sealed Air settlement, recovery analyses and other items.

In addition, we reviewed monthly and quarterly operating results, work plans and meeting and hearing agendas with Committee members and counsel.

g) Task Code 12 – Employee Benefits/Pension (2.3 Hours)

During the Fee Period we read and analyzed information regarding the impact to the Debtors resulting from underfunding of the pension plan.

h) Task Code 16 – Fee Applications, Applicant (65.0 Hours)

During the Fee Period we spent approximately 21.1 hours preparing and presenting information related to the Fee Auditor’s reports, especially for the Fifth Interim Period, and for the Fee Hearing.

Professional timekeepers spent approximately 29.7 hours to prepare and file fee applications for the October, November and December interim periods as well as the 6th interim quarterly fee application. A paraprofessional spent approximately 14.2 hours assisting in the preparation of various fee applications.

Relief Requested

9. By this Seventh Quarterly Fee Application, FTI P&M requests that the Court approve the interim allowance of compensation for professional services rendered and the reimbursement of actual and necessary expenses incurred by FTI P&M for the Fee Period, and as detailed in

the October to December Monthly Applications, less the amounts previously paid to FTI P&M pursuant to the procedures set forth in the Administrative Fee Order and Amendment.¹ As stated above, the full scope of services provided and the related expenses incurred are fully described in the October to December Monthly Applications, which are attached hereto as Exhibits D, E and F.

Disinterestedness

10. As disclosed in the affidavit of Edwin N. Ordway, Jr., (the "Affidavit") FTI P&M does not hold or represent any interest adverse to the estates, and had been, at all relevant times, a disinterested person as that term is defined in section 101(4) of the Bankruptcy Code as modified by section 1107 of the Bankruptcy Code.
11. FTI P&M may have in the past represented, may currently represent, and likely in the future will represent parties-in-interest in connection with matters unrelated to the Debtors and the chapter 11 cases. FTI P&M disclosed in its Retention Application its connections to parties-in-interest that it has been able to ascertain using its reasonable efforts. FTI P&M will provide supplemental Affidavits when necessary and when FTI P&M becomes aware of material new information.

WHEREFORE, FTI P&M respectfully requests that the Court enter an order, substantially in the form attached hereto,

¹ FTI P&M reserves the right to seek at a later date compensation for services rendered and reimbursement for expenses incurred during the October through December 2002 period that are not otherwise included in the relevant October to December Monthly Applications.

- a) granting FTI P&M an allowance of (i) \$133,591.00 as compensation for reasonable and necessary professional services rendered to the Committee, less \$0.00 previously paid, and (ii) of \$1,116.41 for reimbursement of actual and necessary costs and expenses incurred, less \$0.00 previously paid, for a total of \$134,707.41 owing and unpaid, for the Fee period from October 1, 2002 through December 31, 2002;
- b) authorizing and directing the Debtors to pay to FTI P&M the outstanding amount of such sums; and
- c) granting such other and further relief as this Court may deem just and proper.

Date: February 11, 2003

FTI Policano & Manzo

By 

Edwin N. Ordway, Jr.

FTI Policano & Manzo
Park 80 West, Plaza I
Saddle Brook, NJ 07663
(201) 843-4900

Index to Exhibits

Exhibit A	Affidavit
Exhibit B	Summary Schedules of Fees for the Quarter
Exhibit C	Summary Schedule of Expenses for the Quarter
Exhibit D	Fee Application for the Period October 1 – October 31, 2002
Exhibit E	Fee Application for the Period November 1 – November 30, 2002
Exhibit F	Fee Application for the Period December 1 – December 31, 2002

Exhibit A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	
)	Chapter 11
W.R. GRACE & CO., <u>et al.</u>)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
Debtors.)	
)	Objection Deadline: To Be Determined
)	Hearing Date: To Be Determined

AFFIDAVIT

STATE OF NEW JERSEY)
) ss:
COUNTY OF BERGEN)

EDWIN N. ORDWAY, JR., being duly sworn, deposes and says:

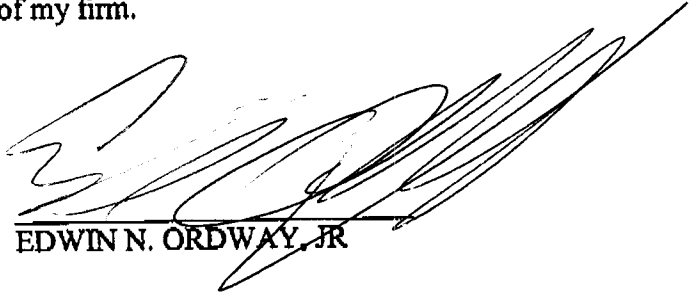
1. I am a Managing Director of FTI Policano & Manzo, ("FTI P&M"), an operating unit of FTI Consulting, Inc. ("FTI"), and I am duly authorized to make this affidavit on behalf of FTI P&M. FTI P&M provides financial consulting services for restructuring matters and has its principal office at Park 80 West Plaza I, Saddle Brook, New Jersey. FTI P&M has provided financial consulting services to and has rendered professional services on behalf of the Official Committee of Unsecured Creditors (the "Committee") of W. R. Grace & Co., and sixty-one of its domestic subsidiaries and affiliates which are debtors and debtors-in-possession before this Court.

2. This affidavit is submitted pursuant to Bankruptcy Rule 2016(a) in support of FTI P&M's Seventh Quarterly interim application for compensation for services and for reimbursement of expenses for services rendered during the period from October 1, 2002 through and including December 31, 2002 in the aggregate amount of \$134,707.41, of which \$134,707.41 has not yet been paid.

3. All services for which compensation is requested by FTI P&M were professional services performed for and on behalf of the Committee from October 1, 2002 through and including December 31, 2002 and not on behalf of any other person.

4. In accordance with Title 18 U.S.C. Section 155, neither I nor any employee of my firm has entered into any agreement, express or implied, with any other party-in-interest for the purpose of fixing the amount of any of the fees or other compensation to be allowed out of or paid from the Debtors' assets.

5. In accordance with Section 504 of the Bankruptcy Code, no agreement or understanding exists between me, my firm, or any employee thereof, on the one hand, and any other person, on the other hand, for division of such compensation as my firm may receive for services rendered in connection with these cases, nor will any division of fees prohibited by Section 504 of the Bankruptcy Code be made by me or any employee of my firm.



EDWIN N. ORDWAY, JR

Sworn to before me this
11th day of February, 2003

Patricia E. Foose
Notary Public

PATRICIA E. FOOSE
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES AUG. 6, 2006

Exhibit B

Summary Schedules of Fees for the Quarter

Exhibit B

W.R. GRACE & CO. ET. AL.
 Summary of Fees by Project Category by Month
 For the Period October 1, 2002 through December 31, 2002

<u>TASK CODE</u>	<u>TASK</u>	<u>October</u>	<u>November</u>	<u>December</u>	<u>TOTAL</u>
2	Business Analysis	\$ 1,887.50	\$ 26,505.00	\$ 9,712.50	\$ 38,105.00
3	Corporate Finance	8,060.00	3,167.50	-	11,227.50
4	Data Analysis	21,153.50	8,837.50	26,252.50	56,243.50
8	Case Administration	1,012.50	800.00	420.00	2,232.50
9	Claims Analysis (asbestos)	-	-	-	-
11	Creditors Committee	2,087.50	425.00	2,990.00	5,502.50
12	Employee Benefits/Pension	-	1,207.50	-	1,207.50
16	Fee Applications, Applicant	12,432.50	3,680.00	2,960.00	19,072.50
	TOTAL	\$ 46,633.50	\$ 44,622.50	\$ 42,335.00	\$ 133,591.00

W.R. GRACE & CO. ET. AL.
Exhibit B
 Summary of Hours by Project Category by Month
 For the Period October 1, 2002 through December 31, 2002

<u>TASK CODE</u>	<u>TASK</u>	<u>October</u>	<u>November</u>	<u>December</u>	<u>TOTAL</u>
2	Business Analysis	4.6	69.2	26.7	100.5
3	Corporate Finance	20.2	8.3	-	28.5
4	Data Analysis	58.8	29.6	73.5	161.9
8	Case Administration	12.4	9.4	5.6	27.4
9	Claims Analysis (asbestos)	-	-	-	-
11	Creditors Committee	5.2	1.1	6.1	12.4
12	Employee Benefits/Pension	-	2.3	-	2.3
16	Fee Applications, Applicant	39.3	12.6	13.1	65.0
	TOTAL	140.5	132.5	125.0	398.0

W.R. GRACE & CO. ET. AL.

Summary of Hours and Fees by Professional

For the Period October 1, 2002 through December 31, 2002

Exhibit B

Rate	Fees Per Professional	Task Code	Business Analysis	Corporate Finance	Data Analysis	Case Administration	Claims Analysis/Objections/ Administration (asbestos)	Creditors Committee	Employee Benefits/Pension	Fee Applications, Applicant	TOTAL
			2	3	4	8	9	11	12	16	
\$ 550	\$ 4,180.00	E. Ordway	2.6	0.4	2.6	0.2	-	1.0	-	0.8	7.6
\$ 525	\$ 27,405.00	S. Cunningham	12.7	6.7	25.0	-	-	5.5	2.3	-	52.2
\$ 375	\$ 15,375.00	C. Whitney	7.5	-	33.5	-	-	-	-	-	41.0
\$ 350	\$ 74,585.00	L. Hamilton	77.7	21.4	57.8	0.3	-	5.9	-	50.0	213.1
\$ 325	\$ 3,900.00	J. Schwendeman	-	-	12.0	-	-	-	-	-	12.0
\$ 215	\$ 731.00	S. Bellazain	-	-	3.4	-	-	-	-	-	3.4
\$ 175	\$ 875.00	M. DeSalvio	-	-	5.0	-	-	-	-	-	5.0
\$ 150	\$ 3,525.00	M. Hakoun	-	-	22.6	-	-	-	-	0.9	23.5
\$ 75	\$ 3,015.00	N. Backer	-	-	-	26.9	-	-	-	13.3	40.2
		Totals	100.5	28.5	161.9	27.4	-	12.4	2.3	65.0	398.0

Rate	Fees Per Professional	Task Code	Business Analysis	Corporate Finance	Data Analysis	Case Administration	Claims Analysis/Objections/ Administration (asbestos)	Creditors Committee	Employee Benefits/Pension	Fee Applications, Applicant	TOTAL
			2	3	4	8	9	11	12	16	
\$ 550	\$ 4,180.00	E. Ordway	1,430.00	\$ 220.00	\$ 1,430.00	\$ 110.00	\$ -	\$ 550.00	\$ -	\$ 440.00	\$ 4,180.00
\$ 525	\$ 27,405.00	S. Cunningham	6,667.50	3,517.50	13,125.00	-	-	2,887.50	1,207.50	-	27,405.00
\$ 375	\$ 15,375.00	C. Whitney	2,812.50	-	12,562.50	-	-	-	-	-	15,375.00
\$ 350	\$ 74,585.00	L. Hamilton	27,195.00	7,490.00	20,230.00	105.00	-	2,065.00	-	17,500.00	74,585.00
\$ 325	\$ 3,900.00	J. Schwendeman	-	-	3,900.00	-	-	-	-	-	3,900.00
\$ 215	\$ 731.00	S. Bellazain	-	-	731.00	-	-	-	-	-	731.00
\$ 175	\$ 875.00	M. DeSalvio	-	-	875.00	-	-	-	-	-	875.00
\$ 150	\$ 3,525.00	M. Hakoun	-	-	3,390.00	-	-	-	-	135.00	3,525.00
\$ 75	\$ 3,015.00	N. Backer	-	-	-	2,017.50	-	-	-	997.50	3,015.00
		Totals	\$ 38,105.00	\$ 11,227.50	\$ 56,243.50	\$ 2,232.50	\$ -	\$ 5,502.50	\$ 1,207.50	\$ 19,072.50	\$ 133,591.00

Exhibit B

W.R. GRACE & CO. ET. AL.
Summary of Hours by Category
For the period October 1, 2002 through October 31, 2002

Rate	Fees Per Professional	Task Code	Business Analysis	Corporate Finance	Data Analysis	Case Administration	Claims Analysis/Objections/ Administration (asbestos)	Creditors Committee	Employee Benefits/ Pension	Fee Applications, Applicant	TOTAL
			2	3	4	8	9	11	12	16	
\$ 550	\$ 1,210.00	E. Ordway	0.6	0.4	0.6	0.0	0.0	0.2	0.0	0.4	18.4
\$ 525	\$ 9,660.00	S. Cunningham	0.9	5.2	11.0	0.0	0.0	1.3	0.0	0.0	0.5
\$ 375	\$ 187.50	C. Whitney	0.0	0.0	0.5	0.0	0.0	0.0	0.0	0.0	87.8
\$ 350	\$ 30,730.00	L. Hamilton	3.1	14.6	32.3	0.3	0.0	3.7	0.0	33.8	6.0
\$ 325	\$ 1,950.00	J. Schwendeman	0.0	0.0	6.0	0.0	0.0	0.0	0.0	0.0	3.4
\$ 215	\$ 731.00	S. Bellazain	0.0	0.0	3.4	0.0	0.0	0.0	0.0	0.0	5.0
\$ 175	\$ 875.00	M. DeSalvio	0.0	0.0	5.0	0.0	0.0	0.0	0.0	0.0	17.2
\$ 75	\$ 1,290.00	N. Backer	0.0	0.0	0.0	12.1	0.0	0.0	0.0	5.1	140.5
	\$ 46,633.50	Totals	4.6	20.2	58.8	12.4	0.0	5.2	0.0	39.3	

Exhibit B

W.R. GRACE & CO. ET. AL.
 Summary of Hours by Category
 For the period November 1, 2002 through November 30, 2002

Rate	Fees Per Professional	Business Analysis	Corporate Finance	Data Analysis	Case Administration	Claims Analysis/Objections/	Creditors Committee	Employee Benefits/	Fee Applications, Applicant	TOTAL
		2	3	4	8	9	11	12	16	
\$ 550	\$ 1,925.00	2.0	0.0	0.9	0.2	0.0	0.2	0.0	0.2	3.5
\$ 525	\$ 8,400.00	9.7	1.5	2.5	0.0	0.0	0.0	2.3	0.0	16.0
\$ 375	\$ 2,812.50	7.5	0.0	0.0	0.0	0.0	0.0	0.0	0.0	7.5
\$ 350	\$ 27,755.00	50.0	6.8	12.0	0.0	0.0	0.9	0.0	9.6	79.3
\$ 325	\$ 1,300.00	0.0	0.0	4.0	0.0	0.0	0.0	0.0	0.0	4.0
\$ 150	\$ 1,530.00	0.0	0.0	10.2	0.0	0.0	0.0	0.0	0.0	10.2
\$ 75	\$ 900.00	0.0	0.0	0.0	9.2	0.0	0.0	0.0	2.8	12.0
	\$ 44,622.50	69.2	8.3	29.6	9.4	0.0	1.1	2.3	12.6	132.5
	Totals									

Exhibit B

W.R. GRACE & CO. ET. AL.

Summary of Hours by Category

For the period December 1, 2002 through December 31, 2002

Rate	Fees Per Professional	Task Code	Business Analysis	Corporate Finance	Data Analysis	Case Administration	Claims Analysis/Objections/	Creditors Committee	Employee Benefits/	Fee Applications, Applicant	TOTAL
			2	3	4	8	9	11	12	16	
\$ 550	\$ 1,045.00	E. Ordway	0.0	0.0	1.1	0.0	0.0	0.6	0.0	0.2	1.9
\$ 525	\$ 9,345.00	S. Cunningham	2.1	0.0	11.5	0.0	0.0	4.2	0.0	0.0	17.8
\$ 375	\$ 12,375.00	C. Whitney	0.0	0.0	33.0	0.0	0.0	0.0	0.0	0.0	33.0
\$ 350	\$ 16,100.00	L. Hamilton	24.6	0.0	13.5	0.0	0.0	1.3	0.0	6.6	46.0
\$ 325	\$ 650.00	J. Schwendeman	0.0	0.0	2.0	0.0	0.0	0.0	0.0	2.0	2.0
\$ 150	\$ 1,995.00	M. Hakoun	0.0	0.0	12.4	0.0	0.0	0.0	0.0	0.9	13.3
\$ 75	\$ 825.00	N. Backer	0.0	0.0	0.0	5.6	0.0	0.0	0.0	5.4	11.0
	\$ 42,335.00	Totals	26.7	0.0	73.5	5.6	0.0	6.1	0.0	13.1	125.0

Exhibit C

Summary Schedule of Expenses for the Quarter

Exhibit C

W.R. GRACE & CO. ET. AL.
 Summary of Expenses by Type of Expense
 For the period October 1, 2002 through December 31, 2002

	<u>October</u>	<u>November</u>	<u>December</u>	<u>TOTAL</u>
-				
Copies:				
Internal	\$ 207.60	\$ 310.80	\$ -	\$ 518.40
External	-	-	-	-
Facsimile Charges	43.00	3.00	-	46.00
Telecommunications:	-			
Telephone	-	55.74	-	55.74
Toll Charges	-	182.89	28.44	211.33
Postage, Federal Express	6.16	29.53	6.25	41.94
Travel Expenses:				
Transportation, lodging, tolls and parking	-	243.00	-	243.00
Meals	-	-	-	-
Total Expenses	<u>\$ 256.76</u>	<u>\$ 824.96</u>	<u>\$ 34.69</u>	<u>\$ 1,116.41</u>

Exhibit C

W.R. GRACE & CO. ET. AL.
Summary of Expenses by Type of Expense
For the period October 1, 2002 through October 31, 2002

Copies:		
Internal	\$	207.60
External		-
Telecommunications:		
Telephone		-
Toll Charges		-
Facsimile		43.00
Postage, Federal Express, Airborne		6.16
Travel Expenses:		
Transportation, lodging, tolls and parking		-
Meals		-
Total Expenses	\$	<u>256.76</u>

Copies:		
	Internal	\$ 310.80
	External	-
Telecommunications:		
	Telephone	55.74
	Toll Charges	182.89
	Facsimile	3.00
Postage, Federal Express, Airborne		29.53
Travel Expenses:		
	Transportation, lodging, tolls and parking	243.00
	Meals	-
	Total Expenses	<u>\$ 824.96</u>

Exhibit C

W.R. GRACE & CO. ET. AL.
Summary of Expenses by Type of Expense
For the period December 1, 2002 through December 31, 2002

Copies:		
Internal	\$	-
External		-
Telecommunications:		
Telephone		-
Toll Charges		28.44
Facsimile		-
Postage, Federal Express, Airborne		6.25
Travel Expenses:		
Transportation, lodging, tolls and parking		-
Meals		-
Total Expenses	\$	<u>34.69</u>

Exhibit D

Fee Application for the period

October 1 – October 31, 2002

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

-----X
In re:

Chapter 11

W.R. GRACE & Co., et al.,

Case No. 01-01139 (JKF)
(Jointly Administered)

Debtors

NINETEENTH INTERIM APPLICATION OF FTI POLICANO & MANZO,
FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
(FOR THE PERIOD FROM OCTOBER 1, 2002 THROUGH OCTOBER 31, 2002)

Name of Applicant:	FTI Policano & Manzo
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors
Date of Retention:	June 21, 2001
Period for which compensation and reimbursement is sought:	October 1, 2002 through October 31, 2002
Amount of Compensation sought as actual, reasonable and necessary (80% of \$46,633.50):	\$37,306.80
Amount of Expense Reimbursement sought as actual, reasonable and necessary (100%):	\$ 256.76
This is an: <u>X</u> interim _____ final application	

The total time expended for fee application preparation and fee audit activities is approximately 39.3 hours and corresponding compensation requested is approximately \$9,946.00 (80% of the fees incurred of \$12,432.50). The time expended included approximately 21.5 hours spent on preparation of the eighteenth and nineteenth monthly interim fee applications as well as the sixth quarterly fee application and approximately 17.8 hours preparing our response to the fee auditor's report on the fifth quarterly fee application.

This is the Nineteenth application filed. Disclosure for prior periods and current period is as follows:

NINETEENTH INTERIM APPLICATION OF FTI POLICANO & MANZO,
FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
(FOR THE PERIOD FROM OCTOBER 1, 2002 THROUGH OCTOBER 31, 2002)

**ATTACHMENT A
TO FEE APPLICATION**

Date Filed (on or about)	Period Covered	Requested			
		Fees (100%)	Expenses (100%)	Fees (80% of requested fees)	Expenses
June 28, 2001	April 20, 2001 through April 30, 2001	\$16,008.00	\$667.95	\$12,806.40 (80% of requested fees)	\$667.95
June 28, 2001	May 1, 2001 through May 31, 2001	\$104,081.50	\$2,513.09	\$83,265.20 (80% of requested fees)	\$2,513.09
July 28, 2001	June 1, 2001 through June 30, 2001	\$75,916.00	\$3,913.13	\$60,732.80 (80% of requested fees)	\$3,913.13
August 28, 2001	July 1, 2001 through July 31, 2001	\$71,989.50	\$3,871.54	\$57,591.60 (80% of requested fees)	\$3,871.54
September 28, 2001	August 1, 2001 through August 31, 2001	\$70,425.00	\$1,092.45	\$56,340.00 (80% of requested fees)	\$1,092.45
October 30, 2001	September 1, 2001 through September 30, 2001	\$104,816.50	\$3,028.40	\$83,853.20 (80% of requested fees)	\$3,028.40
November 29, 2001	October 1, 2001 through October 31, 2001	\$42,643.00	\$3,670.86	\$34,114.40 (80% of requested fees)	\$3,670.86
December 28, 2001	November 1, 2001 through November 30, 2001	\$50,048.50	\$1,864.72	\$40,038.80 (80% of requested fees)	\$1,864.72
January 28, 2002	December 1, 2001 through December 31, 2001	\$53,986.50	\$1,005.29	\$43,189.20 (80% of requested fees)	\$1,005.29
February 28, 2002	January 1, 2002 through January 31, 2002	\$63,207.00	\$2,549.70	\$50,565.60 (80% of requested fees)	\$2,549.70
March 28, 2002	February 1, 2002 through February 28, 2002	\$27,249.50	\$1,874.43	\$21,799.60 (80% of requested fees)	\$1,874.43

NINETEENTH INTERIM APPLICATION OF FTI POLICANO & MANZO,
 FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE OF UNSECURED
 CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES
 RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
 (FOR THE PERIOD FROM OCTOBER 1, 2002 THROUGH OCTOBER 31, 2002)

**ATTACHMENT A
 TO FEE APPLICATION**

Date Filed (on or about)	Period Covered	Requested			
		Fees (100%)	Expenses (100%)	Fees	Expenses
April 28, 2002	March 1, 2002 through March 31, 2002	\$106,680.50	\$1,919.09	\$85,344.40 (80% of requested fees)	\$1,919.09
May 29, 2002	April 1, 2002 through April 30, 2002	\$102,314.00	\$4,657.40	\$81,851.20 (80% of requested fees)	\$4,657.40
June 28, 2002	May 1, 2002 through May 31, 2002	\$50,027.00	\$2,207.14	\$40,021.60 (80% of requested fees)	\$2,207.14
July 29, 2002	June 1, 2002 through June 30, 2002	\$43,359.00	\$1,381.59	\$34,687.20 (80% of requested fees)	\$1,381.59
August 31, 2002	July 1, 2002 through July 31, 2002	\$23,895.50	\$473.91	\$19,116.40 (80% of requested fees)	\$473.91
September 30, 2002	August 1, 2002 through August 31, 2002	\$76,092.50	\$1,264.23	\$60,874.00 (80% of requested fees)	\$1,264.23
October 31, 2002	September 1, 2002 through September 30, 2002	\$45,079.00	\$43.14	\$36,063.20 (80% of requested fees)	\$43.14
November 30, 2002	October 1, 2002 through October 31, 2002	\$46,633.50	\$256.76	\$37,306.80 (80% of requested fees)	\$256.76

NINETEENTH INTERIM APPLICATION OF FTI POLICANO & MANZO,
FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
(FOR THE PERIOD FROM OCTOBER 1, 2002 THROUGH OCTOBER 31, 2002)

**ATTACHMENT B
TO FEE APPLICATION**

Name of Professional Person	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
E. Ordway	\$550	2.2	\$1,210.00
S. Cunningham	\$525	18.4	\$9,660.00
C. Whitney	\$375	0.5	\$187.50
L. Hamilton	\$350	87.8	\$30,730.00
J. Schwendeman	\$325	6.0	\$1,950.00
S. Bellazain	\$215	3.4	\$731.00
M. DeSalvio	\$175	5.0	\$875.00
N. Backer	\$ 75	17.2	\$1,290.00
Grand Total:		140.5	\$46,633.50
Blended Rate:	\$332		

COMPENSATION BY PROJECT CATEGORY

Task Code	Project Category	Total Hours	Total Fees
2	Business Analysis	4.6	\$1,887.50
3	Corporate Finance	20.2	\$8,060.00
4	Data Analysis	58.8	\$21,153.50
8	Case Administration	12.4	\$1,012.50
9	Claims Analysis (Asbestos)	0.0	\$0.00
11	Creditors Committee	5.2	\$2,087.50
12	Employee Benefits/Pension	0.0	\$0.0
16	Fee Applications, Applicant	39.3	\$12,432.50
	Total	140.5	\$46,633.50

NINETEENTH INTERIM APPLICATION OF FTI POLICANO & MANZO,
 FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE OF UNSECURED
 CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES
 RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
 (FOR THE PERIOD FROM OCTOBER 1, 2002 THROUGH OCTOBER 31, 2002)

EXPENSE SUMMARY

Expense Category	Total Expenses
Copies	
Facsimiles	\$207.60
Telecommunications	\$43.00
Postage, Express Delivery	\$0.00
Travel Expenses	\$6.16
	\$0.00
Total	\$256.76

Invoice

W.R. GRACE & CO. ET. AL.
 Summary of Fees by Professional
 For the period October 1, 2002 through October 31, 2002

	<u>Total</u> <u>Hours</u>	<u>Billing</u> <u>Rate</u>	<u>Amount</u>
E. Ordway	2.2	\$ 550	\$ 1,210.00
S. Cunningham	18.4	\$ 525	9,660.00
C. Whitney	0.5	\$ 375	187.50
L. Hamilton	87.8	\$ 350	30,730.00
J. Schwendeman	6.0	\$ 325	1,950.00
S. Bellazain	3.4	\$ 215	731.00
M. DeSalvio	5.0	\$ 175	875.00
N. Backer	17.2	\$ 75	1,290.00
TOTAL	<u>140.5</u>		<u>\$ 46,633.50</u>

Invoice

W.R. GRACE & CO. ET. AL.

Summary of Hours by Category

For the period October 1, 2002 through October 31, 2002

Rate	Fees Per Professional/	Task Code	Business Analysis	Corporate Finance	Data Analysis	Case Administration	Claims Analysis/Objections/ Administration (asbestos)	Creditors Committee	Employee Benefits/ Pension	Fee Applications, Applicant	TOTAL
\$ 550	\$	2	3	4	8	9	11	12	16		
\$ 525	\$	330.00	\$ 220.00	\$ 330.00	\$	\$	\$	\$	\$	\$	\$
\$ 375	\$	472.50	2,730.00	5,775.00	-	-	110.00	-	220.00	1,210.00	1,210.00
\$ 350	\$	-	-	187.50	-	-	682.50	-	-	9,660.00	9,660.00
\$ 325	\$	1,085.00	5,110.00	11,305.00	105.00	-	-	-	-	187.50	187.50
\$ 215	\$	-	-	1,950.00	-	-	1,295.00	-	11,830.00	30,730.00	30,730.00
\$ 175	\$	-	-	731.00	-	-	-	-	-	1,950.00	1,950.00
\$ 75	\$	-	-	875.00	-	-	-	-	-	731.00	731.00
		\$ 1,887.50	\$ 8,060.00	\$ 21,153.50	\$ 907.50	-	-	-	382.50	875.00	1,290.00
		\$ 1,887.50	\$ 8,060.00	\$ 21,153.50	\$ 1,012.50	\$	\$ 2,087.50	\$	\$ 12,432.50	\$ 46,633.50	\$ 46,633.50

\$ 550 \$ 1,210.00 E Ordway
 \$ 525 \$ 9,660.00 S. Cunningham
 \$ 375 \$ 187.50 C. Whitney
 \$ 350 \$ 30,730.00 L. Hamilton
 \$ 325 \$ 1,950.00 J. Schwendeman
 \$ 215 \$ 731.00 S. Bellazain
 \$ 175 \$ 875.00 M. DeSalvio
 \$ 75 \$ 1,290.00 N. Backer
 \$ 46,633.50 Totals

Invoice

W.R. GRACE & CO. ET. AL.

Summary of Hours by Category

For the period October 1, 2002 through October 31, 2002

Rate	Fees Per Professional	Business Analysis	Corporate Finance	Data Analysis	Case Administration	Claims Analysis/Objections/ Administration (asbestos)	Creditors Committee	Employee Benefits/ Pension	Fee Applications, Applicant	TOTAL
		2	3	4	8	9	11	12	16	
\$ 550	\$ 1,210.00	E. Ordway	0.6							
\$ 525	\$ 9,660.00	S. Cunningham	0.9	0.6	0.0	0.0	0.2	0.0	0.4	2.2
\$ 375	\$ 187.50	C. Whitney	0.0	11.0	0.0	0.0	1.3	0.0	0.0	18.4
\$ 350	\$ 30,730.00	L. Hamilton	3.1	0.5	0.0	0.0	0.0	0.0	0.0	0.5
\$ 325	\$ 1,950.00	J. Schwendeman	0.0	32.3	0.3	0.0	3.7	0.0	33.8	87.8
\$ 215	\$ 731.00	S. Bellazain	0.0	6.0	0.0	0.0	0.0	0.0	0.0	6.0
\$ 175	\$ 875.00	M. DeSalvio	0.0	3.4	0.0	0.0	0.0	0.0	0.0	3.4
\$ 75	\$ 1,290.00	N. Backer	0.0	5.0	0.0	0.0	0.0	0.0	0.0	5.0
	\$ 46,633.50	Totals	4.6	58.8	12.1	0.0	5.2	0.0	5.1	17.2
			20.2		12.4	0.0			39.3	140.5

Invoice

W.R. GRACE & CO. ET AL.

Summary Descriptions of Tasks by Category*

For the period October 1, 2002 through October 31, 2002

<u>Task Code</u>	<u>Total Hours</u>	
Business Analysis		
2	4.6	During the Fee Period we read and analyzed the Debtors' August financial statements and prepared reports thereon for distribution to the Committee.
Corporate Finance		
3	20.2	During the Fee Period we read and analyzed information concerning the proposed acquisition, "Middy." We prepared a report summarizing the transaction for the Committee.
Data Analysis		
4	58.8	During the Fee Period we read and analyzed information and prepared reports for the Committee concerning the COLI tax issue. We read and analyzed the amendments to the Norris contract, researched executive compensation at similar companies and prepared summary reports thereon. We also read and analyzed information regarding the potential appointment of a U.S. Trustee with respect to the fraudulent conveyance proceedings.
Case Administration		
8	12.4	During the Fee Period a paraprofessional organized and distributed materials to the Committee, as well as downloaded and distributed various court docket items to case team members for further review. In addition, the paraprofessional continued to maintain our database of reports and court docket items.
Claims Analysis (asbestos)		
9	0.0	During the Fee Period no services were provided in this category.
Creditors Committee		
11	5.2	During the Fee Period we discussed the status of various case issues with members of the Committee and counsel, including COLI, the Norris contract, the "Middy" acquisition, fraudulent conveyance motions and other items.
Employee Benefits/Pension		
12	0.0	During the Fee Period no services were provided in this category.
Fee Applications, Applicant		
16	39.3	During the Fee Period timekeeper Hamilton spent approximately 17.8 hours preparing and presenting information related to the Fee Auditor's reports, especially for the 5th Interim Period. In addition, timekeeper Hamilton spent approximately 6.7 hours preparing the September fee application, 8.1 hours preparing the Sixth Interim Period fee application (quarterly) and 1.2 hours preparing the October fee application. A paraprofessional spent approximately 5.1 hours assisting in preparation of the fee applications.
Total	<u>140.5</u>	

* These descriptions are not intended to be all-inclusive. Please see individual professional time summaries for complete descriptions.

Invoice

W.R. GRACE & CO. ET.AL.
Professional Services Rendered by Edwin N. Ordway, Jr.
For the period October 1, 2002 through October 31, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
7-Oct	2	Read and analyzed August financial statements and prepared list of items for staff to further investigate.	0.6
18-Oct	16	Prepared fee application.	0.2
25-Oct	4	Read and analyzed memorandums prepared by counsel regarding fraudulent conveyance action.	0.4
25-Oct	11	Called chair to discuss case status and next steps.	0.2
28-Oct	3	Read data regarding proposed acquisition.	0.4
31-Oct	16	Prepared fee application.	0.2
31-Oct	4	Prepared work plan for next several weeks.	0.2
Total Hours			<u><u>2.2</u></u>

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W.R. GRACE & CO. ET.AL.
Professional Services Rendered by Sean Cunningham
For the period October 1, 2002 through October 31, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
1-Oct	4	Prepared analysis and information request related to COLI tax issues.	1.6
1-Oct	4	Researched other COLI rulings and settlements.	1.8
2-Oct	2	Read and analyzed monthly financial data received from Debtors.	0.9
2-Oct	4	Discussed Norris contract with Blackstone.	0.8
2-Oct	4	Prepared analysis of CEO compensation plans in support of Norris contract.	1.9
3-Oct	4	Finalized CDG valuation analysis.	1.5
4-Oct	11	Reviewed and discussed fraudulent conveyance motions with counsel.	0.8
7-Oct	4	Read summary of status of case issues and discussed with case team members.	0.2
9-Oct	4	Prepared for and participated in discussion with chair regarding COLI issue and Norris contract.	1.1
16-Oct	4	Read and analyzed information regarding the potential appointment of a Trustee with respect to the fraudulent conveyance proceedings.	1.1
18-Oct	4	Read and analyzed additional information regarding COLI issue.	1.0
25-Oct	3	Read information and prepared analysis regarding Middy acquisition.	2.2
28-Oct	3	Continued to prepare analysis of Middy acquisition.	3.0
31-Oct	11	Discussed and reviewed fraudulent conveyance ruling regarding December hearing with Committee chair.	0.5
Total Hours			<u>18.4</u>

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W.R. GRACE & CO. ET.AL.
Professional Services Rendered by Christina Whitney
For the period October 1, 2002 through October 31, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
7-Oct	4	Prepared an engagement status update memo pertaining to outstanding issues.	0.5
	Total Hours		<u>0.5</u>

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W.R. GRACE & CO. ET. AL.
Professional Services Rendered by Libby Hamilton
For the period October 1, 2002 through October 31, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
1-Oct	2	Prepared distribution of August financial report to Committee.	0.7
1-Oct	11	Discussed Norris contract and COLI issue with counsel.	0.8
1-Oct	4	Prepared schedule and report summarizing Norris contract information.	3.7
2-Oct	4	Continued to prepare schedule and report summarizing Norris contract information.	2.9
2-Oct	4	Updated COLI issue report.	3.2
3-Oct	16	Prepared cumulative schedules of fee information through the 5th interim period for Fee Auditor.	5.2
3-Oct	16	Prepared response to Fee Auditor's report on the 5th interim period.	2.5
4-Oct	4	Read and analyzed various news articles regarding Debtors' case.	0.8
4-Oct	4	Read and analyzed various court docket items.	0.6
7-Oct	11	Discussed upcoming hearing dates with counsel.	0.2
7-Oct	4	Read and analyzed various news and research articles concerning the Debtors.	2.3
7-Oct	16	Continued to prepare response to Fee Auditor's report on the 5th interim period.	0.9
7-Oct	16	Prepared September fee application.	0.6
8-Oct	4	Read and analyzed various news and research articles concerning the Debtors.	2.1
8-Oct	16	Continued to prepare response to Fee Auditor's report on the 5th interim period.	2.9
9-Oct	2	Read and analyzed selected financial statement data.	2.4
9-Oct	16	Continued to prepare response to Fee Auditor's report on the 5th interim period.	1.5
9-Oct	11	Prepared for and participated in discussion with Chair regarding COLI issue and Norris contract.	1.1

10-Oct	4	Updated COLI issue report.	2.6
10-Oct	11	Discussed COLI issue with counsel.	0.4
10-Oct	4	Discussed COLI issue information request with Debtors and Blackstone.	0.2
11-Oct	4	Updated COLI issue report.	0.3
11-Oct	16	Discussed response to 5th interim period fee audit with case manager.	0.3
11-Oct	16	Participated in conference call with Fee Auditor.	0.5
15-Oct	4	Read and analyzed court docket items regarding COLI, Norris contract, and potential appointment of a Trustee with respect to the fraudulent conveyance proceedings.	2.4
15-Oct	4	Prepared report summarizing the issues regarding the potential appointment of a Trustee with respect to the fraudulent conveyance proceedings.	3.0
15-Oct	4	Read and analyzed documents forwarded by Blackstone regarding the COLI issue.	2.2
15-Oct	16	Continued to prepare September fee application.	3.3
17-Oct	16	Distributed response to 5th interim fee audit to Fee Auditor.	0.2
18-Oct	16	Continued to prepare September fee application.	1.2
18-Oct	4	Read and analyzed emails from counsel regarding the COLI issue.	0.8
21-Oct	16	Continued to prepare September fee application.	0.6
21-Oct	11	Discussed follow up on information requests regarding COLI issue with counsel.	0.5
22-Oct	4	Read and analyzed Fresenius objection to Debtors' COLI motion.	2.8
22-Oct	16	Continued to prepare September fee application.	1.0
23-Oct	16	Prepared quarterly fee application.	2.3
24-Oct	16	Reviewed spreadsheets from the Fee Auditor for accuracy.	0.7
24-Oct	16	Continued to prepare quarterly fee application.	2.0
25-Oct	4	Read and summarized judge's order regarding COLI.	1.6
25-Oct	11	Researched and discussed amount of liabilities owed to creditors with counsel.	0.4

25-Oct	16	Reconciled cumulative fees, expenses and payments to auditor's adjusted amounts.	0.9
28-Oct	3	Read and analyzed Middy acquisition information prepared by Debtors.	7.1
29-Oct	16	Continued to prepare quarterly fee application.	0.9
29-Oct	3	Prepared report summarizing Middy acquisition.	3.6
29-Oct	11	Discussed Middy acquisition with Chair.	0.3
29-Oct	16	Prepared memo summarizing final audit results for the 1st, 2nd and 3rd interim periods.	2.2
30-Oct	3	Read and analyzed additional information for Middy report.	2.4
30-Oct	16	Continued to prepare quarterly fee application.	2.7
30-Oct	3	Discussed Middy acquisition with Blackstone.	0.4
30-Oct	16	Continued to prepare quarterly fee application.	0.2
30-Oct	3	Updated Middy acquisition report.	1.1
30-Oct	8	Updated BRS acquisition acknowledgement letter for counsel.	0.3
30-Oct	16	Prepared schedules for October fee application.	1.2
30-Oct	4	Read and analyzed recent court docket items.	0.8
Total Hours			<u><u>87.8</u></u>

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W.R. GRACE & CO. ET. AL.
Professional Services Rendered by Sheba Belazain
For the period October 1, 2002 through October 31, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
2-Oct	4	Researched CEO compensation for similarly situated bankrupt companies.	3.4
	Total Hours		<u>3.4</u>

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W.R. GRACE & CO. ET. AL.
Professional Services Rendered by Jeffrey E. Schwendeman
For the period October 1, 2002 through October 31, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
24-Oct	4	Performed comparison of Debtors' chief executive employment plan compared to competitors and construction industry.	6.0
	Total Hours		<u>6.0</u>

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W.R.GRACE & CO. ET AL.
Professional Services Rendered by Moira DeSalvio
For the period October 1, 2002 through October 31, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
2-Oct	4	Researched CEO compensation and expected value of option grants for Debtors and other similar companies (Federal Mogul, Owens-Corning, Babcock & Wilcox).	2.4
2-Oct	4	Summarized and analyzed CEO compensation and option information compared to industry data.	2.6
Total Hours			<u><u>5.0</u></u>

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W.R.GRACE & CO. ET AL.
Professional Services Rendered by Nancy Backer
For the period October 1, 2002 through October 31, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
1-Oct	8	Organized and distributed monthly operating results to Committee.	1.0
2-Oct.	8	Organized and distributed monthly operating results to Committee.	1.5
8-Oct	8	Updated court docket listing.	2.0
9-Oct	16	Processed professional time descriptions for fee application.	0.5
11-Oct	16	Processed professional time descriptions for fee application.	0.3
14-Oct	16	Processed professional time descriptions for fee application.	0.3
15-Oct	8	Downloaded and printed out dockets for team members. Updated database of latest court dockets filed.	0.8
16-Oct	8	Downloaded and printed out dockets for team members. Updated database of latest court dockets filed.	0.2
16-Oct	16	Processed professional time descriptions for fee application.	0.9
17-Oct	8	Updated database of latest court dockets filed and distributed to team member.	0.3
17-Oct	16	Processed professional time descriptions for fee application.	0.4
17-Oct	8	Filed documents and added them to database index.	1.0
17-Oct	16	Processed professional time descriptions for fee application.	0.5
18-Oct	8	Updated database of latest court dockets filed and distributed to team member.	0.3
18-Oct	16	Processed professional time descriptions for fee application.	0.8
18-Oct	16	Processed professional time descriptions for fee application.	0.4
18-Oct	8	Compiled FTI reports regarding operating performance.	0.7
21-Oct	16	Summarized expenses for fee application.	0.3
21-Oct	8	Updated database of latest court dockets filed and distributed to team member.	0.3
21-Oct	8	Compiled FTI reports to-date regarding acquisitions.	1.3

23-Oct	8	Updated database of latest court dockets filed and distributed to team member.	0.2
23-Oct	8	Finalized binder preparation.	1.0
24-Oct	8	Updated database of latest court dockets filed and distributed to team member.	0.3
25-Oct	8	Updated database of latest court dockets filed and distributed to team member.	0.3
28-Oct	8	Updated database of latest court dockets filed and distributed to team member.	0.4
30-Oct	8	Updated database of latest court dockets filed and distributed to team member.	0.3
30-Oct	16	Read and edited sixth interim fee application.	0.5
30-Oct	16	Prepared interim fee application for distribution.	0.2
31-Oct	8	Updated database of latest court dockets filed and distributed to team member.	0.2
Total Hours			<u>17.2</u>

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W.R. GRACE & CO. ET. AL.

Summary of Expenses by Type of Expense

For the period October 1, 2002 through October 31, 2002

Copies:	
Internal	\$ 207.60
External	-
Telecommunications:	
Telephone	-
Toll Charges	-
Facsimile	43.00
Postage, Federal Express, Airborne	6.16
Travel Expenses:	
Transportation, lodging, tolls and parking	-
Meals	-
Total Expenses	<u>\$ 256.76</u>

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W.R. GRACE & CO. ET. AL.
 Detail of Expenses by Type of Expense
 For the period October 1, 2002 through October 31, 2002

<u>Copies, Internal</u>	1,384	pages @ \$0.15/page:	\$ 207.60
<u>Facsimile Charges:</u>	43	pages @ \$1.00/page:	43.00
<u>Telephone Charges:</u>			-
<u>Toll Charges:</u>		Subscriptions and Online research fees	-
<u>Postage, Federal Express:</u>	Airborne	4-Oct	6.16
<u>Transportation, lodging, tolls and parking:</u>			-
<u>Meals:</u>			-
<u>Total</u>			<u><u>\$ 256.76</u></u>